

WAIS Inc.

Wide Area Information Servers
690 Fifth Street
San Francisco, California 94107
415-356-5400
FAX 415-356-5444

FAX Cover Sheet

Date: October 6, 1995

To: Chris Younger
Wilson Sonsini

From: Brewster Kahle
CEO

FAX: 415-493-6811

FAX: (415) 356-5444

Phone: 415-493-9300

Phone: (415) 356-5410

Pages Transmitted (including cover sheet) 10

Remarks:

C*O*N*F*I*D*E*N*T*I*A*L

Hi Chris,

I just signed this. Is that a problem?

Brewster

WAIS *Inc.*

*Wide Area Information Servers
690 Fifth Street
San Francisco, California 94107
415-356-5400
FAX 415-356-5444*

FAX Cover Sheet

Date: October 6, 1995

To: Eric L. Keller, Counsel
America Online, Inc.

From: Brewster Kahle
CEO

FAX: 703-448-9164

FAX: (415) 356-5444

Phone: 703-918-2024

Phone: (415) 356-5410

Pages Transmitted (including cover sheet): 9

Remarks:

C*O*N*F*I*D*E*N*T*I*A*L



October 3, 1995

Mr. Brewster Kahle
Wide Area Information Servers, Inc.
690 Fifth Street
San Francisco, California 94107

Dear Mr. Kahle:

In connection with the proposed public offering of common stock by America Online Inc., the underwriters are required to provide certain information to the National Association of Securities Dealers, Inc. (the "NASD"). In order to assist them in this process and in your capacity as a Selling Shareholder, please complete the enclosed questionnaire and return it to me via hand delivery, facsimile (703-448-9164) or overnight courier for delivery by Friday, October 6, 1995.

If you have any questions regarding the enclosed, please call me at (703) 918-2024.

Thank you for your timely assistance in this matter.

Sincerely,

Eric L. Keller
Counsel

Encs.



AMERICA ONLINE, INC.

NASD QUESTIONNAIRE FOR DIRECTORS, OFFICERS, 5% SHAREHOLDERS,
SELLING SHAREHOLDERS AND HOLDERS OF UNREGISTERED SECURITIES
OF THE COMPANY ACQUIRED SINCE SEPTEMBER 18, 1994

Instructions

This Questionnaire is being furnished to all directors, officers and shareholders of five percent or more of the common stock, par value \$.01 per share ("Common Stock"), of the issuer named above (the "Company") and Selling Shareholders and relates to certain information that may be disclosed in the Registration Statement that the Company is preparing for filing with the Securities and Exchange Commission or furnished to the National Association of Securities Dealers, Inc. in connection with the proposed underwritten public offering of the Company's Common Stock. Please respond to every question herein. Each descriptive response must include all information sought by the related question. Unless stated otherwise, answers should be given as of the date you complete this Questionnaire. If there is any response or underlying factual matter about which you are uncertain, please state the matter fully and include additional explanation so that the reviewer will have maximum access to and understanding of all required information.

PLEASE COMPLETE, SIGN AND RETURN ONE COPY OF THIS QUESTIONNAIRE TO: Eric L. Keller, America Online, Inc., 8619 Westwood Center Drive, Vienna, VA 22182-2285, AS SOON AS POSSIBLE.

Please see attached "Definitions of Terms Used." Defined terms are identified in the questionnaire by parenthetical references to the appropriate numbered definition in the attachment.

Check if the undersigned is a:

- ☐ Director
- ☐ Officer
- ☐ 5% Shareholder
- ☐ Selling Shareholder
- ☒ Holder of unregistered securities of the
Company acquired since September 18, 1994

Questions for Directors, Officers and 5% Shareholders:

a. Indicate below whether or not the undersigned has any information pertaining to any arrangement entered into since September 18, 1994, which arrangement provides for the receipt of any item of value and/or transfer of any warrants, options or other securities from the "issuer"(1) to any "underwriter or related person"(2).

The undersigned knows of such arrangements:

Yes _____

No _____

If yes, description of arrangement:

b. State below whether the undersigned is a "member"(3) of the National Association of Securities Dealers, Inc. ("NASD"), a person directly or indirectly "associated with a member"(4), a direct or indirect "affiliate"(5) of a "member"(3) or an "underwriter or related person"(2) with respect to the proposed offering.

Yes _____

No _____

If yes, description of relationship:

c. If your answer to question b. is "Yes" and you "own" (6) any equity or debt securities of the Company, please provide the following information with respect to all such securities you own.

<u>Title of Security</u>	<u>Amount of Security Owned</u>	<u>Price or Other Consideration Paid for Security</u>	<u>Date of Acquisition of Security</u>
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Questions for Selling Shareholders

State below whether the undersigned is a "member" (3) of the National Association of Securities Dealers, Inc. ("NASD"), a person directly or indirectly "associated with a member" (4), a direct or indirect "affiliate" (5) of a "member" or a member of the immediate family of such persons.

Yes _____

No X

If yes, description of relationship:

Questions for Holders of Unregistered Securities of the
Company Acquired since September 18, 1994

a. State below whether the undersigned is a "member"(3) of the National Association of Securities Dealers, Inc. ("NASD"), a person directly or indirectly "associated with a member"(4), a direct or indirect "affiliate"(5) of a "member"(3) or an "underwriter or related person"(2) with respect to the proposed offering.

Yes _____

No X

If yes, description of relationship:

b. If your answer to question a. is "Yes" and you "own" (6) any equity or debt securities of the Company, please provide the following information with respect to all such securities you own.

<u>Title of</u> <u>Security</u>	<u>Amount of</u> <u>Security</u> <u>Owned</u>	<u>Price or Other</u> <u>Consideration</u> <u>Paid for Security</u>	<u>Date of</u> <u>Acquisition</u> <u>of Security</u>
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Concluding Statement

The undersigned understands that this information is furnished to you for use in connection with Registration Statement (the "Registration Statement") to be filed by the Company with the Securities and Exchange Commission pursuant to the Securities Act of 1933, as amended, covering a proposed public offering of securities by the Company and the Selling Shareholders, or to be forwarded to the NASD.

The undersigned will give prompt notice of any changes in such information which may occur subsequent hereto and prior to the effective date of the Registration Statement. The undersigned understands and agrees that this Questionnaire, as completed by the undersigned, and any further communications by the undersigned regarding the matters contemplated herein, will be relied upon by the Company, the representatives of the underwriters and their respective counsel in connection with the preparation of the Registration Statement.

The undersigned understands that material misstatements or the omission of material facts in the Registration Statement may give rise to civil and criminal liabilities to the Company, to each officer and director of the Company signing the Registration Statement and to other persons signing such document. The undersigned will notify you and the Company of any such misstatement of a material fact in the Registration Statement or any amendment thereto, and of the omission of any material fact necessary to make the statements contained therein not misleading, as soon as practicable after a copy of the Registration Statement or any such amendment thereto has been provided to me.

The undersigned confirms that the foregoing statements are correct, to the best of my knowledge and belief.

If the signatory is an individual, please sign and print your name to the right.

Brewster Kahle
Print Name

BK
Signature

Date: Oct 4, 1995.

If the signatory is an entity that is not an individual, please print the legal name of the entity and have an authorized person sign

Print name of entity:

By _____
Name:
Title:

Date: _____, 1995.

Please fill in telephone number where you may be contacted

Telephone number: 415-356-5410

Definitions of Terms Used

(1) The term "issuer" includes, with respect to a proposed offering, the issuer of the securities to be offered, any affiliate of the issuer, and the officers or general partners, directors, employees and security holders thereof.

(2) The term "underwriter or related person" includes, with respect to a proposed offering, any underwriter, underwriter's counsel, financial consultants and advisors, finders, members of the selling or distribution group, any member participating in the proposed offering and any and all other persons associated with or related to and members of the immediate family of any of such persons.

(3) The NASD defines a "member" as being either any broker or dealer admitted to membership in the NASD or any officer or partner of such a member, or the executive representative of such a member or the substitute for such representative.

(4) The NASD defines a "person associated with a member" as being every sole proprietor, general or limited partner, officer, director or branch manager of any member, or any natural person occupying a similar status or performing similar functions, or any natural person engaged in the investment banking or securities business who is directly or indirectly controlling or controlled by such member (for example, any employee), whether or not any such person is registered or exempt from registration with the NASD. Thus, "person associated with a member" includes a sole proprietor, general or limited partner, officer, director or branch manager of an organization of any kind (whether a corporation, partnership or other business entity) which itself is a "member" or a "person associated with a member". In addition, an organization of any kind is a "person associated with a member" if its sole proprietor or any one of its general or limited partners, officers, directors or branch managers is a "member" or "person associated with a member".

(5) The NASD defines "affiliate" to include a company which controls, is controlled by or is under common control with a member. A company is presumed to control a member if the company beneficially owns 10 percent or more of the outstanding voting securities of a member which is a corporation, or beneficially owns a partnership interest in 10 percent or more of the distributable profits or losses of a member which is a partnership. A company is presumed to be controlled by a member if the member and persons associated with the member beneficially own 10 percent or more of the outstanding voting securities of a company which

is a corporation, or beneficially own a partnership interest in 10 percent or more of the distributable profits or losses of a company which is a partnership. A company is presumed to be under common control with a member if (i) the same natural person or company controls both the member and company by beneficially owning 10 percent or more of the outstanding voting securities of a member or company which is a corporation, or by beneficially owning a partnership interest in 10 percent or more of the distributable profits or losses of a member or company which is a partnership or (ii) a person having the power to direct or cause the direction of the management or policies of the member or the company also has the power to direct or cause the direction of the management or policies of the other entity in question.

(6) You "own" a security if you directly or indirectly, through any contract, arrangement, understanding, relationship or otherwise, have or share a direct or indirect pecuniary interest in the security. You have a pecuniary interest in a security if you have the opportunity, directly or indirectly, to profit or share in any profit derived from a transaction in such security. You may have an indirect pecuniary interest in a security and should include such security in your ownership disclosure if (a) such security is held by a member of your immediate family sharing the same household or (b) you have an interest in a trust holding such security. If you are a general partner of a general or limited partnership holding a security you should include your proportionate interest in such security in your ownership disclosure.